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Kentucky Secretary of S

TREY GRAYSON

Trey Grayson
Secretary of State
Received and Filed
02/16/2009 12:58:59 PM
Fee Receipt: \$90.00

Division of Corporations
BUSINESS FILINGS

Application for Certificate of A

P.O. Box 718
Frankfort, KY 40602
(502) 564-2848
<http://www.sos.ky.gov/>

Pursuant to the provisions of KRS Chapter 275, the undersigned hereby applies for authority to transact business in Kentucky on behalf of the limited liability company named below and for that purpose submits the following statements:

- The company is ☒ a limited liability company (LLC).
☐ a professional limited liability company (PLLC).
 - The name of the limited liability company is
Amazon.com.kydc LLC
 - The name of the limited liability company to be used in Kentucky is

 - Delaware (if "real name" is unavailable for use)
_____ is the state or country of organization.
 - 04/07/1999 is the date of organization and, if the limited liability company has a specific date of dissolution, the latest date upon which the limited liability company is to dissolve is
N/A
 - The street address of the office required to be maintained in the state of formation or, if not so required, the principal office address is
1850 Mercer Road Lexington KY 40511
Street City State Zip Code
 - The names and usual business addresses of the current managers, if any, are as follows:
Please see attached.

Name	Address
_____	_____
_____	_____

(Attach a continuation, if necessary)
 - The street address of the registered office in Kentucky is
421 W. Main Street Frankfort KY 40601
Street City State Zip Code
- and the name of the registered agent at that office is
Corporation Service Company d/b/a CSC-Lawyers Incorporating Service Company
- This application will be effective upon filing, unless a delayed effective date and/or time is specified:
N/A
(Delayed effective date and/or time)

I certify that, as of the date of filing this application, the above-named limited liability company validly exists as a limited liability company under the laws of the jurisdiction of its formation.

Michael D. Deal
Signature

Michael D. Deal, Manager

Date: January 27, 20 09
Type or Print Name & Title

Corporation Service Company d/b/a
CSC-Lawyers Incorporating Service

I, Company, consent to serve as the registered agent on behalf of the limited liability company.

Type or print name of registered agent

By: Carol Dolor
Signature of Registered Agent

Type or Print Name & Title

FLC (06/07)

(See attached sheet for instructions)

Carol Dolor, Assistant VP

Amazon.com.kydc LLC

<u>Officer</u>	<u>Title</u>
Thomas J. Szkutak	President and CFO
Marc A. Onetto	Senior Vice President
L. Michelle Wilson	Senior Vice President and Secretary
Dave Alberson	Vice President
Jason M. Bristow	Vice President and Treasurer
Timothy C. Collins	Vice President
Robert D. Comfort	Vice President
Girish S. Lakshman	Vice President
Jay Littlepage	Vice President
Michael T. McKenna	Vice President
Allen Parker	Vice President
Michael J. Passales	Vice President
Rob Robinson	Vice President
Ben Sumrall	Vice President
Arthur L. Valdez, Jr.	Vice President
Robert C. Wegner	Vice President
Joni L. Berger	Assistant Secretary

<u>Director</u>	<u>Title</u>
Michael D. Deal	Manager
J. Robert Eldridge	Manager
Marc A. Onetto	Manager

Addresses for all Officers and Directors:
1200 - 12th Avenue South
Suite 1200
Seattle, WA 98144